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30+ MILFS Presents, Vol. #18
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PRINTED IN CANADA.

ISSN: 2154-6924

Publisher: Royce Martine
Editorial Director: James Fillmore
Art Director: Franklin Monroe
Senior Editor: Calvin Harding
Photography Editor: Millie Wilson

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Benny, O Benny,
I finally get to
fuck Benny. I've
never done him,
but have watched
him, and his
cock, in many
videos and I liked
what I saw. I
asked my makeup
artist to do me up
extra nice for him
because I expect
to be out on set
for a while. Oh
wait, I just heard
a knock at the
door. Must be his
cock!

Mackenzie











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RIM

A photograph of two women, Eve and Sylvia, posing on a bed. The woman in the foreground is lying on her stomach, looking up at the camera with a smile. She has blonde hair and is wearing a black lace lingerie set with a necklace. The woman in the background is sitting on the bed, leaning forward, also smiling. She has blonde hair and is wearing a black lace lingerie set with a choker. They are both wearing black stockings with white bows. The bed has patterned pillows.

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Eve & Sylvia











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A019

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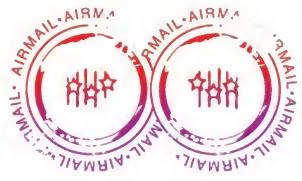
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A034



correspondence

Dear Editor:



I hope you can keep cumming with the types of models like Antonia from your cover of 30+40. She's a real natural beauty that seems innocent until you get her naked in front of a camera. I loved the pictorial with her and all her female friends. My wife has a few really good looking girlfriends, so I wish someday I can see them all together, naked, kissing and licking each other.

- Wes, Louisville

Sex revisited

Hanna and I had several dates back when we were in college, and now that ten years have passed and we're both divorced, an opportunity presented itself the other day and we took advantage of it.

I maintain a property across from where Hanna now lives. One day in the late afternoon, Hanna saw me, came over and asked if I would like to join her for coffee. I took her up on her offer and we sat and talked about our pasts and our families and enjoyed the coffee and each other. As we sat conversing, Hanna tried to scratch her back but couldn't reach it. I volunteered to take care of the itch and began to scratch her back. I began to rub and massage her neck and down the muscles of her back. She began to relax from my rubbing and told me not to stop.

After about ten minutes, Hanna got up, took my hand and told me to come with her. She led me to her bedroom where she sat on the bed and had me stand in front of her. She then smiled at me, reached over to my jeans, unzipped them and pulled them down to my knees. She then pulled down my boxers to reveal my now hardening cock. She took my cock in her hand and brought it to her mouth. With her free hand she reached up and cupped my balls as she was ministering to my now erect manhood with her mouth and other hand.

As her mouth slid further down my shaft,

she began to apply suction as she took my manhood in and out of her very hot moist mouth. She had a way of applying the right amount of suction and pressure while fondling my balls. About fifteen minutes was all I could take and I placed my hands on the back of her head and pulled her closer to me as she took more of me into her mouth. I let out a small groan and held her head as my cock contracted and I began to shoot my hot sperm into her mouth. With this, Hanna began to suck harder and when I finally stopped ejaculating, she opened her mouth and she showed me that she'd swallowed every last drop.

I stood there for a minute but got myself together to tell her that I had to go. But her frown turned upside down when I told her I'd be back at six -- for sex.

- Blake, Portland, OR

Ship shape mates

My husband Josh makes a good living, but frankly I've been sexually bored for some time now. This is quite different from my days as a swinging single, let me assure you. My name is Sheryl, and I recently had an experience I'd like to share. I'm 31 years old and ready for more.

I jumped into the world of sex head first on my 19th birthday by getting drunk at my birthday party and took on three guys. I don't even know which one of them was the first, to tell you the truth, and some of the details are still kind of fuzzy. But it did introduce me to fucking which I proceeded to do with wild abandon for the next few years. I really got to like the taste of



spunk, and dipping into the taste of it after it was already inside me was enough to get me horny again and I'd have to masturbate.

At my peak I'd fuck three or four men a week, usually one at time, though occasionally in pairs. Never took on three again though, at least not until this past weekend. My husband's gang is fishing, so off we went to the coastal town where I grew up before hitting the big city and meeting Josh. When I realized I'd been stuck on the pier with this silly rod and reel for the next four hours at least, I decided to take a walk along the beach. While looking at the houseboats anchored there, I heard a voice call out my name.

I looked up, but the face was not familiar. "Sheryl, it's Ben." Now, Ben the common name, so that was not helping either, neither was the sun in my eyes. "Come on up and have a drink," the mystery man beckoned. Even though I couldn't quite place him, something about his voice and build seemed familiar and reassuring, so I climbed aboard.

Up on deck, I got a closer look at him, it was one of those three guys from my 19th birthday party! To my even greater shock, Ben was still hanging out with his two buddies, Marc and Bradley, who were below deck.

"Hey guys," Ben called out to his buddies.

"You'll never guess who was here to party with us?!"

"Send them down, whoever it is." a voice call back from below deck. Following Ben down the ladder to the lower level, my dress rolls well above my thighs, revealing my white panties. I caught Ben sneaking a quick peek.

"What's the matter?" I asked him, feeling bolder. "You've seen them before, having you?" Reaching the bottom of the ladder, I saw the jaws of Marc and Bradley drop at the sight of me.

"I haven't seen you for ages Sheryl!" exclaimed Marc. "Are you still dropping your panties?"

"Quit embarrassing her." scolded Ben.

"Hey," said Marc. "We are all old friends here. We have no secrets. After all, she took on all three of us that night, you can't get much more intimate than that! Even if it was ten years ago!"

"You bet," Bradley shot back, "And she loved it!"

"C'mon guys," Ben admonished them,

Filly Foursome

Thank heaven for magazines like yours, I am an avid reader of adult publications and yours are the best. Especially when you put in pictorials like the one in 30+40 of the four girls having sex. Now that was hot and other mags should be looking at that and doing more of it in theirs. What's cool about that foursome, I don't recognize any of them. While some guys like to see the same porn girls over and over again, and that's okay, I like new faces and bodies. And I don't care where they are from, just as long as they give good sex!

— Donny, Boston

"That was a long time ago. Sheryl is probably married by now. Aren't you?" I said I was, but I said it in a way that left something still possible.

"Pass the magazine over here." Sheryl said to Bradley. There was a porn mag on the table, lying open to a spread beaver shot. I hadn't seen the inside of one for years. Without fully realizing what I was doing, I found myself saying, wouldn't you rather see the real thing? With that, I hiked up my dress above my waist, pulled my panties aside and exposed my rapidly moistening pussy lips.

I had not had any sex with Josh for some time and had not had a really good fucking for years. So when Ben took up my invitation and lunged between my legs to lap up my juices, I couldn't have been happier. The other two, particularly Marc, looked shocked at how fast things are happening, but when I reassured them everything was cool, the two begin joining in.

Ben was still poking his tongue in and out of my hole, while Marc stood next to me, unzipping his overalls. His cock, already most of the way to full hardness, flopped out. I took it into my mouth and sucked it the rest of the way to rigidity. It had been so long since I felt a good hard dick in my mouth, so I leaned forward and engulfed its full length. By this time, Bradley had his cock out, too, so I wrapped my hand around it and pulled it closer. I pulled away from Marc, and took Bradley's cock in my mouth. I sucked and licked them both. I wanted to get them both to come at the same time, though with Ben pulling down my panties and going at it, I was pretty distracted!



Pop Quiz!!

What's hotter than two fine ladies getting it on?

Why, three of course! No – Make that four! I was in jerkoff heaven when I saw the pictorial with those four hotties getting it on. The cover really did not do the pictorial justice, but I realize how hard it would be to get four girls on the cover. Antonia was great.

– The Spanish Fly

Even though I couldn't see it, I felt Ben enter my pussy. My juices were really flowing. I could feel his body jerk, and I knew it wouldn't take him long to shoot. Meanwhile, Bradley was starting to come in my mouth, which in turn, excited Marc enough that he too let go. Their cum was warm and filled my mouth almost to the brim. It was not quite the simultaneous explosions I'd been hoping for, but considering we've been out of practice for so long, it was pretty close. I sucked down every drop!

Just then, Ben who I figured to be the horniest and most virile of the bunch, stood up and shot his big load over my face and chest. I licked off what remained on his cock. After that, we worked our way to the front of the boat and the queen size bed tucked in there. I stripped down to and told all the guys to do the same. We all laid down and did some splendid fucking for the rest of the afternoon. I got enough jizz in me to last a lifetime, or at least until I run into my trio of studs again.

When I finally returned to the pier, Josh had still not caught a single fish. I have to smile to myself when he talks about the one that got away. If her stays on this losing streak, I'm gonna be the one that got away!

– Sheryl, Baton Rouge, LA

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Sometimes I feel like a pretty boy toy. One that loves to fuck and get photographed doing it. There's just an excitement that doesn't happen behind closed doors. I love having my holes stuffed full of cock until I succeed in milking every last drop of cum out of that big cock. But that's not enough. And I always want more and more.

Rianna









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Sara





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the boss is always right?



Macey sat at her desk applying the last of her makeup before the start of her workday. She had worked for this company for more than ten years and had outlasted many a new CEO. But this one was a little different. He was younger, aggressive, indifferent, unmarried, and kinda sexy at the same time.

Mr. Hartman. Frank Hartman was his name and he was just in his third month on the job. She found that he was leaning on her for information about the company and it's employees. But Macey was not very willing to offer more than he asked.

At thirty years of age, Macey was the receptionist for this busy and rich businessman, but she was well paid so she came in and diligently did her job every day.

His workday started early. Probably about 6:00 to 6:30 am, she figured. He expects her and three other officers to be in his office promptly at 9:00 for their Monday morning meeting. Right at 9:00, the three department heads gather outside his office door and Macey lets them inside. She follows them with her daily journal in hand to take the meeting's notes.

Macey and the others took their seats around the small conference table in the corner of the room. She distributed the day's papers and stretched her long elegant legs out

from under the table. She was of Polish heritage from Hartford, but stayed in Boston after college. She had an amazing figure with long legs, small waist and a firm pair of full C-size breasts. She was smart and did her job well, but felt she was sometimes too quiet when she should be speaking up.

Hartman walked over to the empty seat next to Macey. He was about 45, she thought. His black hair had already begun to grey around the temples. His broad shoulders and muscular arms had begun to soften from years behind the desk. Hart-

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BLAH-N-2-03

man glanced around the table and listened as each department head reported. Attentive and sharp, he would occasionally add comments to the notes Macey was taking. After an hour the meeting concluded and the three left leaving Macey and Hartman sitting at the table. He asked for his daily appointments and she answered with an 10:30 appointment with the board and then lunch with the wife at noon; 3:00 pm was a meeting with HR; and at 3:30 was the engineering group.

After finishing recounting his appointments, Macey began to gather her papers. He stood up and turned towards her. She gazed up at him with wide, puzzled eyes and gasped slightly as she felt a hand reach out and began unbuttoning the top of her blouse. She froze at this action. Having the top button undone, he then slid his hands down towards her cleavage and her plump breasts pressed tightly against a thin white bra. She tried to say something but her words failed her. Thousands of thoughts and feelings were unexpectedly running through her head.

Macey had grown up being taught that the men you respected – and she could not help but respect this man – you did not question. However, she knew this was wrong but felt any resistance fade when he bent forward, encircling her with his arms and pausing to take in a deep breath from her neck. She had no commitments, having been divorced three years ago... but he had a wife. How could he be doing this? Why would he do this? She closed her eyes, dizzy with unknown feelings, her knees weakening.

He stood her up, pulled her to him and she heard the unzipping at the back of her skirt. As he leaned in, she felt the hard rise of his cock against the side of her thigh and gave a tiny cry of surprise. He pulled away, walking over to lock the door and when he returned to her, he found that her skirt had fallen around her

ankles, and she hadn't bent down to pick it up.

Hartman stared at her fine and full body. She wore matching panties to her bra that were so thin he could see the shadow of pubic hair around her pussy. His mouth opened slightly and he gave an incoherent moan of lust. Stepping forward, he took her tiny waist in his large, commanding grip. Hartman unhooked her bra and released her breasts from their confinement. His fingers ran expertly between and around them. By the time he reached her nipples, they had risen into hard, rosy points that tingled and throbbed. Rolling the left nipple with one hand, his breath blowing hard in her face, he took her right nipple between two fingers and increased the pressure until he was pinching it hard. Biting down on her lip, Macey recovered from the pain to discover a mind numbing pleasure she'd never known.

Hartman backed off as he unzipped his suit pants and dropped them to the floor. His cock was already hard and pulsing with expectation and a small bead of moisture already crowned its head. She offered no resistance when he took her wrist and moved her hand to his cock, gripping it to tighten around its girth. He reached for her panties and tugged them off, slipping his fingers between the warm, damp lips of her pussy. He could smell her now – that creamy, musky scent of a woman aroused.

Once he found her clitoris, teasing it cruelly at first, then doing all he could to drive her insane, she let out a cry and her chin fell slightly so it rested on his shoulder. After a few short moments, her entire body shuddered with orgasm and she fell against him, but he wasn't finished yet. As his first finger reached up inside her dripping pussy, she squirmed against him, but a powerful arm was already around her shoulders, clinging her to him. Al-

though she tried to resist, her hips were already bucking involuntarily against his hand. Once he slipped in the second finger, still teasing her clit with his thumb, she let out a soft moan and her cum dripped down his hand. Still thrusting with his hand, he pushed another finger into her.

Hartman was in control and had



three fingers inside her now. She spoke between erotic gasps. "I want you to fuck me. Your finger in my asshole and your cock in my wet pussy." Removing his shirt and tie, he motioned to Macey how he wanted her to go down onto the floor on all fours. He roughly parted her firm thighs and glanced briefly at her tight ass before grabbing her by the waist and pulling

her onto his cock. He felt her insides pulsating tightly against his dick, one finger pushed up into her ass. She cried out but Hartman kept on thrusting his huge hardness inside her. He leaned forwards, lying across her back, he grabbed her breasts hard in his hands, using them to pull himself in and out of her. She moaned at his actions.



Her cries quickly evaporated into moans of pleasure, and she was shocked at how much she enjoyed the feeling not only in her pussy, but of his finger in her ass. She began to buck back against him, her breasts rolling with the motion, her whole body glistening with sweat. She found herself pushing her hips higher to feel his finger deeper in her butt hole. This invitation got her another finger in her butt and harder deeper thrusts into her.

Hartman rolls over and lands on his back near his desk. Macey finds herself rolling on top of him as he slides his cock inside her again. He stares up at her perfectly sculptured body, her huge breasts swaying from side to side while she plunges herself up and down on top of him.

He reaches out one arm and opens the bottom drawer of his desk. After a momentary fumble, he pulls out a black dildo and in one swift motion Hartman reaches around behind her, and as he pulled her down onto his cock, he shoved the dildo into her ass with a single thrust. She moans and winces, but settles her ass into it as she feels her sphincter relax and accept the pleasure it brings. Macey realizes that both her holes are now filled and she is being sexed on the floor in her boss' office – by her boss. Hartman deftly pumps his cock and the dildo into her as she rides the rhythm, moaning and groaning in delight. He fucks her harder, partially pulling out the dildo and shoving it back in.

Macey sits up on him and pulls his hand and the dildo away from her ass. Raising herself a little she reaches between her legs and pulls his cock out and then positions it back a bit and lowers her ass on top of it. He moans with excitement as her warm soft butthole tightens around his shaft. She begins to move herself up and down on it, playing with her breasts and moaning. He replaces her hands with his on her heaving bosom and pinches her nipples hard. Macey cumms with her first anal orgasm since college. Collapsing on top of him, she feels his cock still throbbing inside her anus. Macey gathers herself up and stands up in front of him. Hartman gets up, but she gently pushes him back against the conference table.

He falls back onto it, feet on the floor and cock pointing up to the sky. She tells him to wait there and goes to the bathroom to get a washcloth and comes back to clean

his cock with it. Traces of her were still on him, but she wanted a fresh cock to suck, and with that throws the cloth on the floor and devours his cock with her mouth. She opens his legs and reaches for his balls. Rolling them in her fingers, she finds them huge but cannot resist taking one and then the other in her mouth.

Macey is on her knees in front of his rod and balls and is stroking him while sucking his balls. She moves her mouth back to his cock and licks the shaft. Her hands squeeze it hard and she is sensing he may be ready to cum. But she decides she is not through with him. She stands up and orders him to roll over on his chest on the table. While doing so, she finds the dildo on the floor and wipes it clean.

Bending down, Macey noses into his butt crack with her tongue. She finds his pucker and licks it wet; probing the hole momentarily with her tongue. Backing off, she places the tip of the dildo at his butt hole and somewhat defiantly pushes it in – halfway at first – as he pushes his hips forward to retreat from it, but he can't. He lets out a muffled scream as she pushes it further in. Pushing it in and out like a plastic piston, she reaches under him and grabs his cock. She squeezes it and begins timing her strokes between the dildo and his cock. She withstands his bucking to make his climax monumental. Hartman straightens up with the dildo still in his ass as Macey furiously strokes his cock until he spurts his man juice all over the table.

Macey retreats to his office bathroom, grabs a washcloth and playfully throws it at him and tells him to clean up his own mess. He wipes the table and looks up at Macey. "What time is my next meeting?"

She responds that it's in ten minutes with the board. "Would you like me to cancel it?"

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